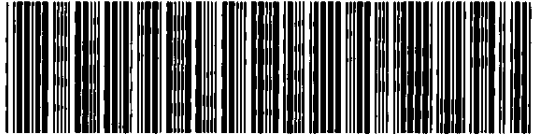


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TALLAHASSEE, FLORIDA

**ARTICLES OF INCORPORATION
OF
SPOOF PRODUCTIONS, INC.**

ARTICLE I

NAME

The name of this corporation is SPOOF PRODUCTIONS, INC.

ARTICLE II

PRINCIPAL OFFICE AND MAILING ADDRESS

The principal office of the corporation and mailing address is:

13799 Park Boulevard N. #254
Seminole, Florida 33776-3402

ARTICLE III

TERM

The term of existence of this corporation is perpetual.

ARTICLE IV

PURPOSE

This corporation is organized to transact any and all lawful business for which corporations may be incorporated under Florida Statutes.

ARTICLE V
CAPITAL STOCK

This corporation is authorized to issue One Thousand (1000) shares of One Dollar (\$1.00) par value common stock.

ARTICLE VI
DIRECTORS

This corporation shall have two (2) Directors initially. The number of Directors may be either increased or diminished from time to time by the Bylaws but shall never be less than one (1). The names and addresses of the initial Directors of this corporation, who shall serve until their successor(s) are elected and are qualified, or until removed, is as follows:

NAME	ADDRESS
PASCAL MARTIN	1104 S. Missouri Avenue Clearwater, Florida 33756
ANTONY MEHMETI	110, cours Tolstoi . 69100 Villeurbanne France

ARTICLE VII
OFFICERS

The officers designated by the Bylaws shall administer the affairs of this corporation. The Board of Directors at its first meeting following the annual meeting of the

shareholders shall elect the officers, and they shall serve at the pleasure of the Board of Directors. The names and addresses of the officers, who shall serve until the Board of Directors designates their successors, are as follows:

OFFICE	NAME AND ADDRESS
President Secretary	PASCAL MARTIN 1104 S. Missouri Avenue Clearwater, Florida 33756
Treasurer	ANTONY MEHMETI 110, cours Tolstoi 69100 Villeurbanne France

ARTICLE VIII

REGISTERED OFFICE AND AGENT

The name and address of the initial registered agent and office of this corporation is as follows:

Registered Agent:	Office of Agent:
ROBERT E. WIGGINS	13799 Park Boulevard N. #254 Seminole, Florida 33776-3402

ARTICLE IX

INDEMNIFICATION

Every Director and every officer of this corporation serving this corporation at its request, shall be indemnified by this corporation against all expenses and liabilities, including counsel fees, reasonably incurred by or imposed upon him or her in connection with any proceeding or any settlement of any proceeding to which he or she may be a party

or in which he may become involved by reason of his or her being of having been a Director or officer of this corporation, or by reason of his or her serving or having served this corporation at its request, whether or not he is a Director or officer or is serving at the time such expenses or liabilities are incurred; provided that in such cases wherein the Director or officer is adjudged guilty of willful misfeasance or malfeasance in the performance of his or her duties and also in the event of a settlement, before entry of judgment, the indemnification herein shall apply only when the Board of Directors approves such settlement and reimbursement as being in the best interests of this corporation. The foregoing right of indemnification shall be in addition to and not exclusive of all other rights to which that person may be entitled.

ARTICLE X

BYLAWS

The first Bylaws of this corporation shall be adopted by the Board of Directors and may be altered, amended or rescinded in the manner provided by the Bylaws.

ARTICLE XI

AMENDMENTS

Amendments to the Articles of Incorporation shall be first adopted in resolution form by majority vote of the Board of Directors, who shall direct in its proceedings that the proposed amendment be submitted to a vote of the shareholders either at an annual meeting or a special meeting called for that purpose. At the shareholders' meeting, the

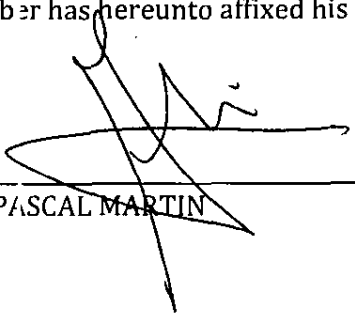
affirmative vote of the holders of a majority of shares entitled to vote shall be required for adoption of the proposed amendment.

ARTICLE XII
SUBSCRIBER

The name and address of the Subscriber to these Articles of Incorporation is as follows:

NAME	ADDRESS
PASCAL MARTIN	1104 S. Missouri Avenue Clearwater, Florida 33756

IN WITNESS WHEREOF, the Subscriber has hereunto affixed his signature on this 13th day of October 2009.


PASCAL MARTIN

**CERTIFICATE OF ACCEPTANCE
OF REGISTERED AGENT**

I, ROBERT E. WIGGINS, as Registered Agent for SPOOF PRODUCTIONS INC. do hereby agree to accept Service of Process on behalf of the Florida corporation, to keep my office located at 13799 Park Boulevard N. #254, Seminole, Florida 33776-3402 open during prescribed hours; and to post my name in some conspicuous place in the above-stated office as required by law.

RM

DATED: October 13, 2009



ROBERT E. WIGGINS
Registered Agent